

Modification Summary Report

Contract (PO) Number: 16396

Modification Revision Number: 3

Specification Number: 57755

Name of Contractor: REDFLEX TRAFFIC SYSTEMS INC.

City Department: CHICAGO DEPARTMENT OF TRANSPORTATION

Title of Contract: DIGITAL AUTOMATED RED LIGHT ENFORCEMENT
PROGRAM [DARLEP] INSTALLATION,
MAINTENANCE & OPERATIONAL SUPPORT

<u>Mod Req Number</u>	<u>Mod Reason</u>	<u>Description</u>
87835	TIME EXTENSION	AMEND PO # 16396 - 3 MONTH TIME EXTENSION, REDFLEX TRAFFIC SYSTEMS- DIGITAL AUTOMATED RED LIGHT ENFORCEMENT PROGRAM [DARLEP] INSTALLATION, MAINTENANCE & OPERATIONAL SUPPORT

Term of Contract: Start Date: 2/1/2008

End Date: 4/30/2014

Procurement Services Contact Person: JOSEPH CHAN

Please refer to the DPS website for Contact information under "Doing Business With The City".

Vendor Number: 50065408

Submission Date:

Feb 20, 2014

Specification No. 57755
Contract (P.O.) No. 16396 ("Agreement")
Mod Requisition No. 87835
Vendor No. 50065408A

AMENDMENT NO. 3

This Amendment ("Amendment") to the Agreement made and entered into this 31st day of January, 2014 (the "Effective Date"), by and between the City of Chicago ("City"), a municipal corporation and home rule unit of local government existing under the Constitution of the State of Illinois, acting through its Department of Transportation ("Department"), at Chicago, Illinois, and Redflex Traffic Systems, Inc., a Delaware corporation authorized to do business in Illinois ("Contractor").

BACKGROUND INFORMATION

On February 1, 2008, the City and Contractor entered into the Agreement under which Contractor agreed to provide equipment, installation, maintenance and repair and support services for a Citywide Digital Automated Red Light Enforcement Program ("DARLEP") for the City.

Currently, the City is transitioning DARLEP to a new provider. Transition activities include ongoing transfer of obligations to maintain, repair and support DARLEP cameras from Contractor to the new provider, as memorialized by written acceptance of control of each such camera by the new provider (which process is defined as "Vendor Acceptance" in City of Chicago P.O. 28635). For purposes of ensuring an orderly transition of DARLEP to a new provider, the City and Contractor now desire to extend the Agreement to provide for an orderly transition period, and to clarify that compensation to Contractor will be reduced upon the Vendor Acceptance by the City's new DARLEP contractor of any Redflex system, as described below.

The City and Contractor agree as follows:

TERMS AND CONDITIONS

1. Incorporation of Background Information. The Background Information is incorporated herein.
2. Rules of Interpretation. In the event of a conflict or inconsistency between the terms and conditions of the Agreement and this Amendment, the terms and conditions of this Amendment will govern and control to the extent of such conflict or inconsistency.
3. In accordance with Sections 6.3 and 13.4 of the Agreement, the City and Contractor agree to extend the Agreement for an additional three months, through April 30, 2014, except as terminated by the City early in accordance with the terms of the Agreement.

4. With respect to any System for which Vendor Acceptance by the new provider has occurred, the City's obligation to pay Contractor the monthly per System Maintenance Cost and the monthly per System Support Cost for that System terminate upon the date of Vendor Acceptance. Accordingly, monthly per System Maintenance Costs and Support Costs shall be prorated up to the date of Vendor Acceptance for the month in which Vendor Acceptance is achieved for a given System.
5. Except as and to the extent that the terms of the Agreement are amended and modified by this Amendment, all terms of the Agreement remain in full force and effect.
6. Capitalized terms used in this Amendment and not defined herein shall have the same meaning ascribed to them in the Agreement.

Signature Page Follows

AMENDMENT SIGNATURE PAGE

Contract No. 16396
Specification No. 57755
Mod Requisition No. 87835
Contractor Name: Redflex Traffic Systems, Inc.
Total Amount (Value): \$70,500,000.00

Fund Chargeable: 007-0100-058-4140-0162-220162 (\$52,000,000.00)
012-0400-084-2015-0140-220140 (\$12,400,000.00)
013-0400-084-2015-0140-220140 (\$6,100,000.00)

REFLEX TRAFFIC SYSTEMS, INC.
(Contractor)

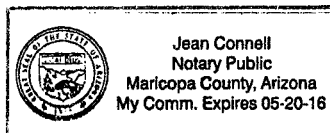
By: [Signature]
Its: President, CEO

Attest: Virginia O'Malley
State of ARIZONA
County of MARICOPA

This instrument was acknowledged before me on this 24 day of JANUARY, 2014
by JAMES A. SAUNDERS as President (or other authorized officer) and
_____ as Secretary of _____ (Corporation Name).

[Signature]
Notary Public Signature

Commission Expires: 05/20/2016



(Seal)

CITY OF CHICAGO

Mayor

Comptroller

Chief Procurement Officer

Date

Date

Date

The Chief Procurement Officer has determined, on behalf of the City of Chicago, with regard to this Contract Amendment, that the circumstances said to necessitate the change in performance were not reasonably foreseeable at the time the Agreement was signed, or that the change is germane to the original Agreement as signed, or that the change order is in the best interest of the City of Chicago and is authorized by law.